



July 01, 2020

DCS-CRD BSE Limited First Floor, New Trade Wing, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai 400 023 Stock Code: 500032	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, 'G' Block Bandra- Kurla Complex Bandra East Mumbai 400 051 Stock Code: BAJAJHIND
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Dear Sirs,

Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2020

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 08, 2019 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/109 dated June 25, 2020, we are sending herewith a copy of Annual Secretarial Compliance Report for the financial year ended March 31, 2020 issued by M/s Anant B. Khamankar & Co., Practicing Company Secretaries.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Bajaj Hindusthan Sugar Limited

Kausik Adhikari
Company Secretary &
Compliance Officer
(Membership No. ACS 18556)

Bajaj Hindusthan Sugar Ltd.

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Regd. Office: Golagokarannath, Lakhimpur Kheri, District Kheri, Uttar Pradesh 262 802

Tel.: +91-5876-233754/5/7/8, 233403 | Fax: +91-5876-233401 | Email: investors@bajajhindusthan.com | CIN: L15420UP1931PLC065243

ANNUAL SECRETARIAL COMPLIANCE REPORT OF
BAJAJ HINDUSTHAN SUGAR LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

To,
The Members,
BAJAJ HINDUSTHAN SUGAR LIMITED
Golagokaranath, Lakhimpur,
Kheri -262802
Uttar Pradesh, India

We have examined:

- (a) All the documents and records made available to us and explanation provided by **Bajaj Hindusthan Sugar Limited** ("the Listed Entity").
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:
 - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
 - ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;



- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable to the listed entity for the period under review)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) regulations, 2014; (not applicable to the listed entity for the period under review)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the listed entity for the period under review)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference shares) Regulations, 2013; (not applicable to the listed entity for the period under review)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Any other regulation as applicable: Not Applicable

Based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matter specified below: **-Not Applicable**

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
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- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.



(c) The following are the details of action taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
1	National Stock Exchange (NSE) vide letter Ref.: NSE/LIST/167261 dated May 2, 2019	Delay of Two (2) days in informing to the NSE regarding resignation letter received, from Mr. Rajeeva (DIN: 081287961) from the post of Nominee Director. The letter was received by the listed entity on April 22, 2019 and intimation to NSE was given on April 25, 2019.	NSE vide its letter Ref NSE/LIST/167261 dated May 2, 2019, has directed the listed entity to take abundant precautions in future with respect to the stated matter and make timely intimations to the Exchange as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.	The listed entity has ensured to take necessary precaution to avoid recurrence of such delays in future. It further clarified that the said disclosure submitted to BSE on April 24, 2019, however due to non availability of NEAPS online platform on April 24, 2019 the said information was submitted to NSE on April 25, 2019.



(d) The listed entity has taken the following actions to comply with the observations made in the previous reports: **Not Applicable**

Sr. No.	Observations of the Practicing Company Secretary in previous report	Observations made in the secretarial compliance report for the year ended 31.03.2019	Actions taken by the listed entity if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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**FOR ANANT B. KHAMANKAR & CO.,
COMPANY SECRETARIES**

**(ANANT B.KHAMANKAR)
PROPRIETOR**



**FCS No. – 3198
CP No. – 1860**

UDIN : F003198B000394314

**DATE : 29TH JUNE, 2020
PLACE : MUMBAI**